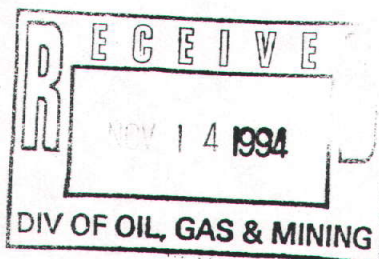




BARCLAYS

m/057/002

BARCLAYS BANK PLC
222 BROADWAY, 12TH FLOOR
NEW YORK, NY 10038
ATTN: STANDBY LETTER OF CREDIT SECTION/
CLIENT SERVICES UNIT
TEL: (212) 412-6821, 3314
FAX: (212) 412-2546



NOVEMBER 10, 1994

BENEFICIARY:
UTAH DIVISION OF OIL, GAS AND MINING
355 WEST NORTH TEMPLE
3 TRIAD CENTER, SUITE 350
SALT LAKE CITY, UT 84180-1203
ATTN: JIM CARTER

APPLICANT:
GREAT SALT LAKE MINERALS CORPORATION
8300 COLLEGE BOULEVARD
OVERLAND PARK, KS 66210
ATTN: SUSAN DAY

AMENDMENT NO. 2 TO IRREVOCABLE STANDBY LETTER OF CREDIT NO. 1 DATED SEPTEMBER 23, 1994
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GENTLEMEN:

WE HEREBY AMEND IRREVOCABLE STANDBY LETTER OF CREDIT NO. 1 AS FOLLOWS:

EFFECTIVE NOVEMBER 28, 1994 THE AMOUNT IS HEREBY INCREASED BY \$32,700.00 TO A NEW AVAILABLE BALANCE OF \$272,400.00 (UNITED STATES DOLLARS TWO HUNDRED AND SEVENTY-TWO THOUSAND FOUR HUNDRED AND 00/100).

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED. THIS LETTER FORMS AN INTEGRAL PART OF THE LETTER OF CREDIT AND IS TO BE ATTACHED TO THE ORIGINAL ADVICE.

YOURS FAITHFULLY,

BARCLAYS BANK PLC


CHARLES MAZA
AUTHORIZED SIGNER


CHERYL CANALE
AUTHORIZED SIGNER